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ANDREW S. MACKAY, #197074
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5 Oakland, California 94604-2979
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7 Attorneys for Defendants and
Counterclaimant
8 TRIBAIR, INC. and ERIC REIHER

9 UNITED STATES DISTRICT COURT
10 NORTHERN DISTRICT OF CALIFORNIA
11

12 ICALL, INC.,

13 Plaintiff,

14 v.

15 TRIBAIR, INC., ERIC REIHER and
16 DOES 1-5,

17 Defendants.

18 TRIBAIR, INC.,

19 Counterclaimant,

20 v.

21 ICALL, INC.,

22 Counterdefendant.

CASE NO. CV 12 2406

COUNTERCLAIM OF TRIBAIR, INC.

[JURY TRIAL DEMANDED]

1 As and for its counterclaim against Plaintiff and Counterdefendant iCall, Inc. ("iCall,
2 Inc.") Defendant and Counterclaimant Tribair, Inc. ("Tribair") allege as follows:

3 PARTIES

- 4 1. Tribair Inc. is a company organized under the laws of Canada.
5 2. iCall, Inc. is a Delaware corporation.

6 JURISDICTION

7 3. The Court has subject matter jurisdiction over these counterclaims pursuant to 28
8 U.S.C. 1367(a). The Court has personal jurisdiction over iCall, Inc. because iCall, Inc. does
9 business in this State and because iCall voluntarily submitted to the jurisdiction of the Court by
10 filing its Complaint for Injunctive Relief and Damages for Trademark Infringement, Trademark
11 Dilution and Unfair Competition against defendants Tribair and Eric Reiher on May 11, 2012 (the
12 "Complaint").

13 FACTS

14 4. In its Complaint, iCall, Inc. claims ownership of the iCall mark and its registration
15 in the United States Patent and Trademark Office ("USPTO"), U.S. Reg. No.2,194,066 (the "iCall
16 Registration"). The iCall Registration is for "telephone communication services, including aural
17 and optical information transmission."

18 5. The iCall Registration originally issued in 1998 to The Wyatt Williams and Joel
19 Libove Partnership d/b/a iCall (the "Partnership"). An assignment dated January 20, 2000, and
20 recorded in the USPTO on or about February 12, 2000, provides that the Partnership assigned
21 "any and all of its right, title, obligation and interest in U.S. Trademark Registration No.
22 2,194,066" to an individual named John Dahl. Copies of such recordation and assignment
23 documents are attached as Exhibit A. The registrant did not assign the iCall mark or the goodwill
24 of the business connected with the use of and symbolized by the mark.

25 6. An assignment dated January 31, 2000, and recorded in the USPTO on or about
26 February 23, 2000, provides that Mr. Dahl assigned to iCall, Inc., a California corporation, "any
27 and all of its right, title, obligation and interest in U.S. Trademark Registration No. 2,194,066."
28 Copies of such recordation and assignment documents are attached as Exhibit B. Mr. Dahl did not

1 assign the iCall mark or the goodwill of the business connected with the use of and symbolized by
2 the mark.

3 7. An assignment dated September 17, 2001, and recorded in the USPTO on or about
4 August 27, 2004, provides that iCall Holdings Ltd., iCall Ltd., iCall, Inc. (a Delaware
5 corporation) and "its merged predecessor" iCall, Inc., a California corporation assigned to an
6 individual named John Mackel "any and all of its right, title, obligation and interest in U.S.
7 Trademark Registration No. 2,194,066." Copies of such recordation and assignment documents
8 are attached as Exhibit C. The assignors did not assign the iCall mark or the goodwill of the
9 business connected with the use of and symbolized by the mark.

10 8. An assignment dated July 30, 2004, and recorded in the USPTO on or about
11 August 27, 2004, provides that Mr. Mackel assigned to the individual named Arlo C. Gilbert "any
12 and all of its right, title, obligation and interest in U.S. Trademark Registration No. 2,194,066."
13 Copies of such recordation and assignment documents are attached as Exhibit D. Mr. Mackel did
14 not assign to Mr. Gilbert the iCall mark or the goodwill of the business connected with the use of
15 and symbolized by the mark.

16 9. On or about March 7, 2008, an assignment dated March 7, 2008, was recorded
17 with the USPTO, which purports to assign from Mr. Gilbert to iCall, Inc. the iCall mark and the
18 goodwill of the business symbolized by the mark. Copies of such recordation and assignment
19 documents are attached as Exhibit E.

20 10. A Nunc Pro Tunc assignment dated November 24, 2009, was recorded with the
21 USPTO on or about December 10, 2009, which purports to transfer nunc pro tunc effective July
22 30, 2004, from Mr. Mackel to Mr. Gilbert the iCall mark and the goodwill associated therewith.
23 Copies of such recordation and assignment documents are attached as Exhibit F.

24 11. On December 16, 2009, iCall, Inc. filed a declaration of incontestability with the
25 USPTO under 15 U.S.C. § 1065.

26 12. An assignment of a registration is not valid to transfer a mark or the registration,
27 therefore, unless it includes the mark and the goodwill of the business connected with the use of
28 and symbolized by the mark.

19. iCall, Inc.'s Trademark Registration No. 2,194,066 has been abandoned and therefore has lost all capacity as a source indicator for iCall, Inc.'s services.

20. Tribair is harmed by iCall, Inc.'s Trademark Registration No. 2,194,066 in that the prima facie effect of such registration tends to impair Tribair's rights to use the mark in question.

21. In view of the above allegations, iCall, Inc. is not entitled to continue registration of its alleged Trademark Registration No. 2,194,066 in that the alleged mark does not function to identify iCall, Inc.'s services and distinguish them from those offered by others.

SECOND CLAIM FOR RELIEF

(Declaratory Relief)

22. Tribair re-alleges and incorporates herein by this reference each of the allegations contained in Paragraphs 1 through 21 as though fully set forth.

23. An actual controversy now exists between iCall, Inc. and Tribair regarding iCall, Inc.'s rights with respect to the iCall Registration and WiCall's right to use the WiCall mark. The controversy is of sufficient immediacy and reality to warrant declaratory relief under 28 U.S.C. § 2201.

24. Tribair is unable to use its WiCall mark effectively until a judicial determination of the foregoing disputed issues is obtained.

25. Wherefore, pursuant to 28 U.S.C. §§ 2201 and 2202, Tribair seeks a declaration of the rights and duties of the parties.

PRAYER FOR RELIEF

WHEREFORE, Tribair prays for judgment as follows:

1. Declare that the iCall Registration has been involuntarily abandoned under 15 U.S.C. § 1127;

2. Declare that the iCall Registration is generic and not subject to exclusive ownership by iCall, Inc.;

3. That the iCall Registration be canceled and judgment be awarded in favor of Tribair and against iCall;

4. That Tribair be awarded its reasonable attorneys' fees and costs of suit; and

1 5. For such other and further relief as the Court deems just and proper.

2 Dated: July 6, 2012

DONAHUE GALLAGHER WOODS LLP

3
4 By: 

5 John C. Kirke
6 Attorneys for Defendant and Counterclaimant
7 TRIBAIR, INC.
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DEMAND FOR JURY TRIAL

Pursuant to Federal Rule of Civil Procedure 38 and local rule 38-201, Defendant and Counterclaimant Tribair, Inc. hereby demands trial by jury.

Dated: July 6, 2012

DONAHUE GALLAGHER WOODS LLP


By: 

John C. Kirke
Attorneys for Defendant and Counterclaimant
TRIBAIR, INC.

EXHIBIT A

Trademark Assignment Details

Reel/Frame: 2037 / 0285

[View Recorded Assignment](#) 

Pages: 4

Received: 03/22/2000

Recorded: 02/12/2000

Conveyance: ASSIGNS THE ENTIRE INTEREST

Total properties: 1

1 Serial #: 75098581

Filing Dt: 05/03/1996

Reg #: 2194066

Reg. Dt: 10/06/1998

Mark: ICALL

Assignor

1 WYATT WILLIAMS AND JOEL LIBOVE PARTNERSHIP, THE, D/B/A ICALL

Exec Dt: 01/20/2000

Entity Type: GENERAL PARTNERSHIP

Citizenship: SOUTH CAROLINA

Assignee

1 JOHN DAHL

P.O. BOX 10058

NEWPORT BEACH, CALIFORNIA 92658

Entity Type: INDIVIDUAL

Citizenship: CALIFORNIA

Correspondence name and address

MALCOLM B. WITTENBERG

P.O. BOX 7936

FOUR EMBARCADERO CENTER, SUITE 1900

SAN FRANCISCO, CA 94120-7936

Search Results as of: 09/16/2010 02:17 PM

If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350.
Web interface last modified: October 18, 2008 v.2.0.1

02-12-2000

U.S. Patent & TM Office Mail Rpt Dt. #57

03-22-2000

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

101292375

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- ☒ New
- ☐ Resubmission (Non-Recordation)
Document ID# _____
- ☐ Correction of PTO Error
Reel # _____ Frame # _____
- ☐ Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- ☒ Assignment ☐ License
- ☐ Security Agreement ☐ Nunc Pro Tunc Assignment
- ☐ Merger
- ☐ Change of Name
Effective Date
Month Day Year
01/20/00
- ☐ Other 23497.00010

Conveying Party☐ Mark if additional names of conveying parties attached

Name The Wyatt Williams and Joel Libove Partnership, D/B/A ICALL

Execution Date
Month Day Year

Formerly _____

01/20/00

- ☐ Individual ☒ General Partnership ☐ Limited Partnership ☐ Corporation ☐ Association
- ☐ Other _____
- ☐ Citizenship/State of Incorporation/Organization South Carolina

Receiving Party☐ Mark if additional names of receiving parties attached

Name John Dahl

DBA/AKA/TA _____

Address (line 1) P.O. Box 10058

Address (line 2) _____

Address (line 3) Newport Beach

California

92658

City

State/Country

Zip Code

- ☒ Individual ☐ General Partnership ☐ Limited Partnership ☐
- ☐ Corporation ☐ Association
- ☐ Other _____
- ☐ Citizenship/State of Incorporation/Organization California

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

03/20/2000 NGUYEN 00000129 033821 2194066

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01 FC=481

40.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503

TRADEMARK

FORM PTO-1618B

Expires 06/30/99
OMB 0651-0027

Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name Malcolm B. WittenbergAddress (line 1) Crosby, Heafey, Roach & MayAddress (line 2) P.O. Box 7936Address (line 3) Four Embarcadero Center, Suite 1900Address (line 4) San Francisco, CA 94120-7936**Correspondent Name and Address**Area Code and Telephone Number 415 543-8700Name Malcolm B. WittenbergAddress (line 1) P.O. Box 7936Address (line 2) Four Embarcadero Center, Suite 1900Address (line 3) San Francisco, CA 94120-7936Address (line 4) **Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

2**Trademark Application Number(s) or Registration Number(s)**☐ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)**Registration Number(s)**

<u></u>	<u></u>	<u></u>	<u>2,194,066</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>

Number of Properties

Enter the total number or properties involved.

1**Fee Amount**Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment:

Deposit Account

Enclosed ☐Deposit Account ☒

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

03-3821

Authorization to charge additional fees:

Yes ☒No ☐**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Malcolm B. Wittenberg

Name of Person Signing

Malcolm B. Wittenberg
Signature2/10/00
Date

TRADEMARK ASSIGNMENT

This Agreement is entered into by John Dahl (Assignee), with a principal place of business at P.O. Box 10058, Newport Beach, California 92658 and The Wyatt Williams and Joel Libove Partnership, D/B/A ICall, a South Carolina Partnership, (Assignor), with its principal place of business at 15005 Beacon Ridge, # 200, Seneca, South Carolina 29678.

For good and valuable consideration, The Wyatt Williams and Joel Libove Partnership, D/B/A ICall, does hereby assign to John Dahl any and all of its right, title, obligation and interest in U.S. Trademark Registration No. 2,194,066.

By: *Wyatt Williams* *Joel Libove*
The Wyatt Williams and Joel Libove Partnership
d/b/a ICall, a South Carolina Partnership

Title: General Manager

Date: 20 Jan 00 Jan 20, 2000

STATE OF CALIFORNIA
COUNTY OF CONTRA COSTA

On _____, 2000, before me, _____, personally appeared _____, ~ personally known to me - OR - ~ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

(SIGNATURE OF NOTARY)

ALL-PURPOSE ACKNOWLEDGEMENT

State of California

County of CONTRA COSTA } ss.On JANUARY 20, 2000 before me, A. HARDSTONEpersonally appeared JOEL LIBOVE and CHARLES WYATT WILLIAMS☐ personally known to me

- OR -

☒ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

NOTARY'S SIGNATURE
OPTIONAL INFORMATION

The information below is not required by law. However, it could prevent fraudulent attachment of this acknowledgment to an unauthorized document.

CAPACITY CLAIMED BY SIGNER (PRINCIPAL)

- ☐ INDIVIDUAL
☐ CORPORATE OFFICER

TITLES:

- ☐ PARTNER(S)
☐ ATTORNEY-IN-FACT
☐ TRUSTEE(S)
☐ GUARDIAN/CONSERVATOR
☐ OTHER: _____

DESCRIPTION OF ATTACHED DOCUMENT

TITLE OR TYPE OF DOCUMENT

NUMBER OF PAGES

DATE OF DOCUMENT

OTHER

SIGNER IS REPRESENTING:
 NAME OF PERSON(S) OR ENTITY(IES)

RIGHT THUMBPRINT
 OF
 SIGNER

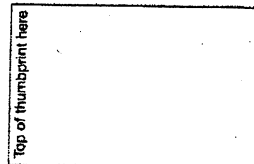



EXHIBIT B

Trademark Assignment Details

Reel/Frame: 2059 / 0901

[View Recorded Assignment](#) 

Pages: 3

Received: 04/26/2000

Recorded: 02/23/2000

Conveyance: ASSIGNMENT: EFFECTIVE 01-31-2000

Total properties: 1

1 Serial #: 75098581
Mark: ICALL

Filing Dt: 05/03/1996

Reg #: 2194066

Reg. Dt: 10/06/1998

Assignor

1 DAHL, JOHN

Exec Dt: 01/31/2000

Entity Type: INDIVIDUAL

Citizenship: UNITED STATES

Assignee

1 ICALL, INC.

ONE WILSHIRE BLDG.

624 SOUTH GRAND AVENUE, SUITE 2900

LOS ANGELES, CALIFORNIA 90017

Entity Type: CORPORATION

Citizenship: CALIFORNIA

Correspondence name and address

CROSBY, HEAFEY, ROACH & MAY

MALCOLM B. WITTENBERG

P.O. BOX 7936

FOUR EMBARCADERO CENTER, SUITE 1900

SAN FRANCISCO, CA 94120-7936

Search Results as of: 09/16/2010 02:17 PM

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Web interface last modified: October 18, 2008 v.2.0.1

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Expires 06/30/99
OMB 0651-0027

04-26-2000



101334294

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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Submission Type

- ☒ New
- ☐ Resubmission (Non-Recordation)
Document ID# _____
- ☐ Correction of PTO Error
Reel # _____ Frame # _____
- ☐ Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- ☒ Assignment ☐ License **And**
- ☐ Security Agreement ☐ Nunc Pro Tunc Assignment **2.23-00**
- ☐ Merger
- ☐ Change of Name **Effective Date**
Month Day Year
01/31/00
- ☐ Other **23497.00010**

Conveying Party

☐ Mark if additional names of conveying parties attached

Name **John Dahl**

Execution Date
Month Day Year

Formerly _____

01/31/0

- ☒ Individual ☐ General Partnership ☐ Limited Partnership ☐ Corporation ☐ Association
- ☐ Other _____
- ☐ Citizenship/State of Incorporation/Organization **U.S.**

Receiving Party

☐ Mark if additional names of receiving parties attached

Name **iCall, Inc.**

DBA/AKA/TA _____

Address (line 1) **One Wilshire Bldg.**Address (line 2) **624 South Grand Avenue, Suite 2900**Address (line 3) **Los Angeles,****California****90017**

City

State/Country

Zip Code

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☐
- ☒ Corporation ☐ Association
- ☐ Other _____
- ☐ Citizenship/State of Incorporation/Organization **California**

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

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Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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Expires 06/30/99
OMB 0651-0027

Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name Malcolm B. WittenbergAddress (line 1) Crosby, Heafey, Roach & MayAddress (line 2) P.O. Box 7936Address (line 3) Four Embarcadero Center, Suite 1900Address (line 4) San Francisco, CA 94120-7936**Correspondent Name and Address**Area Code and Telephone Number 415 543-8700Name Malcolm B. WittenbergAddress (line 1) P.O. Box 7936Address (line 2) Four Embarcadero Center, Suite 1900Address (line 3) San Francisco, CA 94120-7936Address (line 4) **Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

1**Trademark Application Number(s) or Registration Number(s)**

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

☐ Mark if additional numbers attached**Trademark Application Number(s)****Registration Number(s)**

			2,194,066		

Number of Properties

Enter the total number of properties involved.

1**Fee Amount**Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment:

Deposit Account

Enclosed ☐Deposit Account ☒

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

03-3821

Authorization to charge additional fees:

Yes ☒No ☐**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Malcolm B. Wittenberg
Name of Person Signing

Signature

Date

2/10/00

TRADEMARK ASSIGNMENT

This Agreement is entered into by John Dahl (Assignor), with a principal place of business at P.O. Box 10058, Newport Beach, California 92658 and iCall, Inc., a California Corporation (Assignee), with its principal place of business at One Wilshire Building, 624 South Grand Avenue, Suite 2900, Los Angeles, California 90017 (Assignee).

For good and valuable consideration, John Dahl, does hereby assign to iCall, Inc. any and all of its right, title, obligation and interest in U.S. Trademark Registration No. 2,194,066.

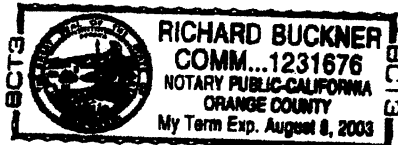
By: *John Dahl*
John Dahl

Date: January 31, 2000

STATE OF CALIFORNIA
COUNTY OF Orange

On January 31, 2000, before me, Richard Buckner, Notary Public, personally appeared John Dahl, personally known to me, OR - ~ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.




Richard Buckner
(SIGNATURE OF NOTARY)

12181630.1

EXHIBIT C

Trademark Assignment Details

Reel/Frame: 3039 / 0886

[View Recorded Assignment](#) 

Pages: 3

Received: 09/01/2004

Recorded: 08/27/2004

Conveyance: ASSIGNS THE ENTIRE INTEREST

Total properties: 1

1 Serial #: 75098581
Mark: ICALL

Filing Dt: 05/03/1996

Reg #: 2194066

Reg. Dt: 10/06/1998

Assignors

1 ICALL HOLDINGS, LTD.

Exec Dt: 09/17/2001

Entity Type: CORPORATION

Citizenship: BERMUDA

2 ICALL LTD.

Exec Dt: 09/17/2001

Entity Type: CORPORATION

Citizenship: BERMUDA

3 ICALL LTD.

Exec Dt: 09/17/2001

Entity Type: CORPORATION

Citizenship: DELAWARE

4 ICALL LTD.

Exec Dt: 09/17/2001

Entity Type: CORPORATION

Citizenship: CALIFORNIA

Assignee

1 MACKEL, JOHN
10316 LORENZO DRIVE
LOS ANGELES, CALIFORNIA 90064


Entity Type: INDIVIDUAL

Citizenship: UNITED STATES

Correspondence name and address

FITZPATRICK, CELLA, HARPER & SCINTO
TILA M. DUHAME
30 ROCKEFELLER PLAZA
NEW YORK, NY 10112-3800

Search Results as of: 09/16/2010 02:17 PM

<div style="display: flex; justify-content: space-between;"> <div style="text-align: left;"> <p>6/27/04</p> <p>TRANSMITTAL OF TF</p> <p>To the Director, U.S. Patent and Trademark Office</p> </div> <div style="text-align: right;"> <p>09-01-2004</p>  <p>102826771</p> </div> </div>	
<p>1. Name of conveying party(ies): <u>AUG 27 2004</u></p> <p>iCall Holdings, Ltd.</p> <p> <input type="checkbox"/> Individual(s) <input type="checkbox"/> General Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other <u>Bermuda Corporation</u> </p> <p>Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </p> <p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ </p> <p>Execution Date: <u>September 17, 2001</u></p>	<p>2. Name of receiving party(ies): _____</p> <p>Name: <u>John Mackel</u></p> <p>Street Address: <u>10316 Lorenzo Drive</u></p> <p>City: <u>Los Angeles</u> State <u>CA</u> ZIP <u>90064</u></p> <p> <input checked="" type="checkbox"/> Individual(s) citizenship <u>USA</u> <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input type="checkbox"/> Other _____ </p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </p>
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) _____</p> <p>B. Trademark Registration No.(s) <u>2,194,066</u></p> <p style="text-align: center;">Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Fitzpatrick, Cella, Harper & Scinto</u></p> <p><u>30 Rockefeller Plaza</u></p> <p><u>New York, New York 10112-3800</u></p> <p>Telephone No.: <u>(212) 218-2100</u></p> <p>Facsimile No.: <u>(212) 218-2200</u></p>	<p>6. Number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41): . . . \$ <u>40.00</u></p> <p> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account </p> <p>8. Deposit account number <u>06-1205</u> (Attach duplicate copy of this page if paying by deposit account): </p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature.</p> <p><i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i></p> <div style="display: flex; justify-content: space-between; margin-top: 20px;"> <div style="width: 30%;"> <p><u>T. M. Duhaime</u></p> <p>Name of Person Signing</p> </div> <div style="width: 30%;"> <p><u>T. M. Duhaime</u></p> <p>Signature</p> </div> <div style="width: 30%;"> <p><u>Aug 26, 2004</u></p> <p>Date</p> </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div> <p>09/01/2004 BTUN11 00000009 061205 2194066</p> <p>01 FC:6521 40.00 DA</p> </div> <div> <p>Total number of pages including cover sheet, attachments, and documents: _____</p> </div> </div>	

ATTACHMENT TO TRADEMARK RECORDAL COVER SHEET

1. (Con't)

iCall Ltd.
Bermuda Corporation
Citizenship: Bermuda
Execution Date: September 17, 2001

iCall Ltd.
Delaware Coporation
Citizenship: Delaware
Execution Date: September 17, 2001

iCall Ltd.
California Corporation
Citizenship: California
Execution Date: September 17, 2001

TRADEMARK ASSIGNMENT

This Agreement is entered into by iCall Holdings Ltd., a Bermuda corporation, and its subsidiaries iCall Ltd., a Bermuda corporation, iCall, Inc., a Delaware corporation, and its merged predecessor iCall, Inc., a California corporation (Assignor), with its principal place of business at One Wilshire Building, 624 South Grand Avenue, Suite 2900, Los Angeles, California 90017, and John Mackel (Assignee), 10316 Lorenzo Drive, Los Angeles, CA 90064.

1. For good and valuable consideration, Assignor does hereby assign to Assignee any and all of its right, title, obligation and interest in U.S. Trademark Registration No. 2,194,066.

2. Assignee hereby accepts assignment of U.S. Trademark Registration No. 2,194,066.
iCall Holdings Ltd.

By: _____

Anthony Fischer, Director

John Mackel _____

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

On 9/17, 2001, before me, MUTHIAH NACHIAPPAN, personally appeared ANTHONY HOWARD FISCHER, personally known to me - OR - (proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument. WITNESS my hand and official seal.


(SIGNATURE OF NOTARY)



EXHIBIT D

Trademark Assignment Details

Reel/Frame: 3039 / 0884

[View Recorded Assignment](#) 

Pages: 2

Received: 09/01/2004

Recorded: 08/27/2004

Conveyance: ASSIGNMENT OF AN UNDIVIDED PART OF ASSIGNORS INTEREST

Total properties: 1

1 Serial #: 75098581
Mark: ICALL

Filing Dt: 05/03/1996

Reg #: 2194066

Reg. Dt: 10/06/1998

Assignor

1 MACKEL, JOHN

Exec Dt: 07/30/2004

Entity Type: INDIVIDUAL

Citizenship: NONE

Assignee

1 GILBERT, ARLO C.
1180 AVENUE OF THE AMERICAS, 14TH FLOOR
IDOWNLOAD.COM
NEW YORK, NEW YORK 10036

Entity Type: INDIVIDUAL

Citizenship: UNITED STATES

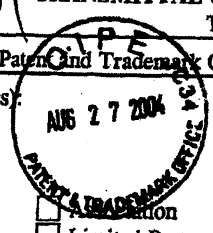

Correspondence name and address

FITZPATRICK, CELLA, HARPER & SCINTO
TILA M. DUHAIME
30 ROCKEFELLER PLAZA
NEW YORK, NY 10112-3800

Search Results as of: 09/16/2010 02:18 PM

If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350.
Web interface last modified: October 18, 2008 v.2.0.1

09-01-2004

4/27/04 TRANSMITTAL OF TI To the Director, U.S. Patent and Trademark Office 		 102826772	documents or copy thereof.
1. Name of conveying party(ies): John Mackel <input checked="" type="checkbox"/> Individual(s) <input type="checkbox"/> General Partnership <input type="checkbox"/> Corporation-State <input type="checkbox"/> Other Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies): Name: <u>Arlo C. Gilbert</u> Street Address: <u>iDownload.com</u> <u>1180 Avenue of the Americas, 14th Floor</u> City: <u>New York</u> State <u>NY</u> ZIP <u>10036</u> <input checked="" type="checkbox"/> Individual(s) citizenship <u>USA</u> <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input type="checkbox"/> Other If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Security Agreement <input type="checkbox"/> Other <input type="checkbox"/> Merger <input type="checkbox"/> Change of Name Execution Date: <u>July 30, 2004</u>			
4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) <u>2,194,066</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Fitzpatrick, Cella, Harper & Scinto</u> <u>30 Rockefeller Plaza</u> <u>New York, New York 10112-3800</u> Telephone No.: <u>(212) 218-2100</u> Facsimile No.: <u>(212) 218-2200</u>		6. Number of applications and registrations involved: <u>1</u> 7. Total fee (37 CFR 3.41): .. \$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number <u>06-1205</u> (Attach duplicate copy of this page if paying by deposit account):	
DO NOT USE THIS SPACE			
9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original documents. <u>T. M. Duhaime</u> <u>T. M. Duhaime</u> <u>Aug. 26, 2004</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and documents:			

Form #123

09/01/2004 09:01:11 00000000 061205 2194066

01 FC:8321

40.00 BA

NY_MAIN 448355v1

TRADEMARK ASSIGNMENT

This Agreement is entered into by John Mackel (Assignor), whose address is 10316 Lorenzo Drive, Los Angeles, CA 90064, and Arlo C. Gilbert (Assignee), whose address is IDownload.com, 1180 Avenue of the Americas, 14th Floor, New York, New York 10036.

1. For good and valuable consideration, Assignor does hereby assign to Assignee any and all of its right, title, obligation and interest in U.S. Trademark, Registration No. 2,194,066.

2. Assignee hereby accepts assignment of U.S. Trademark Registration No. 2,194,066.

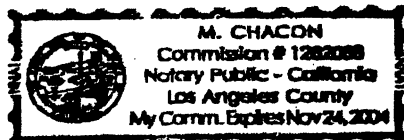

John E. Mackel, Assignor

Arlo C. Gilbert, Assignee

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

On July 30, 2004, before me, M. Chacon, personally appeared John E. Mackel personally known to me – OR – (proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument. WITNESS my hand and official seal.

[seal]





(Signature of Notary)

EXHIBIT E

Trademark Assignment Details

Reel/Frame: 3733 / 0748

[View Recorded Assignment](#) 

Pages: 3

Received: 03/07/2008

Recorded: 03/07/2008

Attorney Dkt #: 03735.000001

Conveyance: ASSIGNS THE ENTIRE INTEREST

Total properties: 1

1 Serial #: 75098581
Mark: ICALL

Filing Dt: 05/03/1996

Reg #: 2194066

Reg. Dt: 10/06/1998

Assignor

1 GILBERT, ARLO C.

Exec Dt: 03/07/2008

Entity Type: INDIVIDUAL

Citizenship: UNITED STATES

Assignee

1 ICALL, INC.
TWO SOUNDVIEW DRIVE
GREENWICH, CONNECTICUT 06830

Entity Type: CORPORATION

Citizenship: DELAWARE

Correspondence name and address

TIMOTHY J. KELLY
30 ROCKEFELLER PLAZA, 38TH FLOOR
FITZPATRICK, CELLA, HARPER & SCINTO
NEW YORK, NY 10112

Search Results as of: 09/16/2010 02:18 PM

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Arlo C. Gilbert		03/07/2008	INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA			
Name:	iCall, Inc.		
Street Address:	Two Soundview Drive		
City:	Greenwich		
State/Country:	CONNECTICUT		
Postal Code:	06830		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2194066	ICALL	
CORRESPONDENCE DATA			
Fax Number:	(212)218-2200		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	2122182100		
Email:	tkelly@fchs.com, epagan@fchs.com, docketing@fchs.com		
Correspondent Name:	Timothy J. Kelly		
Address Line 1:	30 Rockefeller Plaza, 38th Floor		
Address Line 2:	FITZPATRICK, CELLA, HARPER & SCINTO		
Address Line 4:	New York, NEW YORK 10112		
ATTORNEY DOCKET NUMBER:	03735.000001		
NAME OF SUBMITTER:	Timothy J. Kelly		
Signature:	/tjk/		
Date:	03/07/2008		

CH \$40.00 2194066

Total Attachments: 1
source=Assignment#page1.tif

**UNITED STATES
TRADEMARK ASSIGNMENT**

WHEREAS, Arlo C. Gilbert, an individual having an address at 1180 Avenue of the Americas, 14th Floor, New York, NY 10036 (the "Assignor"), is the owner of the trademark ICALL and United States Trademark Registration No. 2,194,066 for the mark ICALL (hereinafter the "Trademark") and;

WHEREAS, iCall, Inc., a corporation organized and existing under the laws of the State of Delaware, located and doing business at Two Soundview Drive, Greenwich, CT 06830 (the "Assignee"), is desirous of acquiring all right, title and interest in and to the Trademark together with the goodwill of the business symbolized by the Trademark.

NOW, THEREFORE, in exchange for good and valuable consideration paid to Assignor by Assignee, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all of Assignor's right, title, and interest in and to the Trademark together with the goodwill of the business symbolized by the Trademark.

Signed at Greenwich, Connecticut this 7th day of March, 2008.

Arlo C. Gilbert


By: 

Title: Owner/Assignor

EXHIBIT F

Trademark Assignment Details

Reel/Frame: 4111 / 0760

[View Recorded Assignment](#) 

Pages: 4

Received: 12/10/2009

Recorded: 12/10/2009

Attorney Dkt #: ICALL 12.10.09

Conveyance: NUNC PRO TUNC ASSIGNMENT

Total properties: 1

1 Serial #: 75098581

Filing Dt: 05/03/1996

Reg #: 2194066

Reg. Dt: 10/06/1998

Mark: ICALL

Assignor

1 MACKEL, JOHN E, MR.

Exec Dt: 11/24/2009

Entity Type: INDIVIDUAL

Citizenship: UNITED STATES

Assignee

1 GILBERT, ARLO C, MR.

41 WEST PUTNAM AVENUE

GREENWICH, CONNECTICUT 06830

Entity Type: INDIVIDUAL

Citizenship: UNITED STATES

Correspondence name and address

CHARLES CARREON

2165 S AVENIDA PLANETA

TUCSON, AZ 85710

Search Results as of: 09/16/2010 02:18 PM

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	07/30/2004		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mr. John E Mackel		11/24/2009	INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA			
Name:	Mr. Arlo C Gilbert		
Street Address:	41 West Putnam Avenue		
City:	Greenwich		
State/Country:	CONNECTICUT		
Postal Code:	06830		
Entity Type:	INDIVIDUAL: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2194066	ICALL	
CORRESPONDENCE DATA			
Fax Number:	(520)843-2083		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	5208410835		
Email:	chas@chariescarreon.com		
Correspondent Name:	Charles Carreon		
Address Line 1:	2165 S Avenida Planeta		
Address Line 4:	Tucson, ARIZONA 85710		
ATTORNEY DOCKET NUMBER:	ICALL 12.10.09		
NAME OF SUBMITTER:	Charles Carreon		
Signature:	/Charles Carreon/		

OP \$40.00 2194066

Date:

12/10/2009

Total Attachments: 2

source=Mackel-Gilbert-NPT.Signed#page1.tif

source=Mackel-Gilbert-NPT.Signed#page2.tif

NUNC PRO TUNC ASSIGNMENT OF ENTIRE INTEREST

This *nunc pro tunc* trademark assignment is made from John E. Mackel, 801 S. Grand Avenue, 10th Floor, Los Angeles, California 90017 ("Assignor") to Arlo C. Gilbert, iCall, Inc., 41 West Putnam Ave., Greenwich, Connecticut 06830 ("Assignee").

Whereas, on July 30, 2004, Assignor held all right, title, and interest in and to U.S. Trademark Registration No. 2,194,066, for the mark ICALL, which mark was registered on October 6, 1998 (the "Mark"), and which right, title and interest of Assignor included the goodwill associated with and symbolized by the Mark;

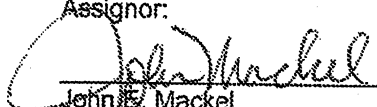
Whereas, on July 30, 2004, Assignor previously executed an assignment that assigned all of his right, title, and interest in and to the Mark to Assignee (the "2004 Assignment"), which Assignment however omitted, due to clerical error, the formal assignment of the goodwill associated with and symbolized by the Mark;

Whereas, Assignor and Assignee agree that the Assignment as originally executed was intended to convey both the Mark and the goodwill associated with and symbolized by the Mark;

Now therefore, for good and valuable consideration that is hereby acknowledged, Assignor hereby assigns, transfers and otherwise conveys to Assignee, all right, title and interest in and to the Mark, including the goodwill symbolized by and associated with the Mark, *nunc pro tunc*, effective as of July 30, 2004.

Date: 11/24/2009, 2009

Assignor:


John E. Mackel
801 S. Grand Avenue
10th Floor
Los Angeles, California 90017
Tel: 213-624-8407
Fax: 213-624-0174

Dated effective as of: _____

SUBSCRIBED and SWORN to before me
this _____ of _____, 2009

Notary Public
My Commission Expires: _____

*See attached
jurat.*

CALIFORNIA JURAT WITH AFFIANT STATEMENT

- ☒ See Attached Document (Notary to cross out lines 1-6 below)
☐ See Statement Below (Lines 1-5 to be completed only by document signer[s], not Notary)

Signature of Document Signer No. 1

Signature of Document Signer No. 2 (if any)

State of California

County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this

24th day of November, 2009 by
Date Month Year
(1) John E. Maekel
Name of Signer

 proved to me on the basis of satisfactory evidence
 to be the person who appeared before me. (1)X

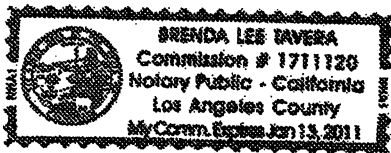
(and

(2) _____
Name of Signer

 proved to me on the basis of satisfactory evidence
 to be the person who appeared before me.

Signature

Signature of Notary Public



Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove
 valuable to persons relying on the document and could prevent
 fraudulent removal and reattachment of this form to another document

Further Description of Any Attached Document

Title or Type of Document: Nunc Pro Tunc
Assignment of Entire Interest
 Document Date: 11-24-09 Number of Pages: 1

Signer(s) Other Than Named Above: none
 RIGHT THUMBPRINT
 OF SIGNER #1
 Top of thumb here

 RIGHT THUMBPRINT
 OF SIGNER #2
 Top of thumb here